



**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

**In re: Methyl Tertiary Butyl Ether
("MTBE") Products Liability Litigation**

MDL No. 1358 (SAS)

Master File C.A. No. 1:00-1898 (SAS)

The Honorable Shira A. Scheindlin

This document relates to:

City of Fresno v. Chevron U.S.A., Inc., et al.
04 Civ. 04973

**DECLARATION OF ROBERT G.
MILLS, JR. IN SUPPORT OF
TESORO'S MOTION FOR
SUMMARY JUDGMENT FOR LACK
OF EVIDENCE PERTAINING TO
CAUSATION**

DECLARATION OF ROBERT G. MILLS, JR.

I, Robert G. Mills, Jr., declare as follows:

1. I am over twenty-one (21) years old. I am Vice President for Wholesale Marketing CA/HI for Tesoro Refining & Marketing Company, LLC. I have held this position or a position with similar responsibilities since 1998. In that position, I supervised a staff that was responsible for the marketing of gasoline containing MTBE in California. I have access to Tesoro's records and have investigated the information contained in this Declaration, including review of Tesoro's records relating to its sale of gasoline in Fresno, which are maintained in the normal course of business. If called to testify, I could competently testify to the information provided below.

2. I am submitting this Declaration on behalf of defendants Tesoro Corporation (f/k/a Tesoro Petroleum Corporation) and Tesoro Refining and Marketing Company (erroneously named as Tesoro Refining and Marketing Company, Inc.) (collectively, "Tesoro") in support of Tesoro's Motion for Summary Judgment on its strict liability and negligence causes of action for lack of evidence pertaining to causation.

3. Tesoro did not own, operate, lease, provide branded gasoline or have any type of gasoline supply agreement for the three locations listed below through December 31, 2003.

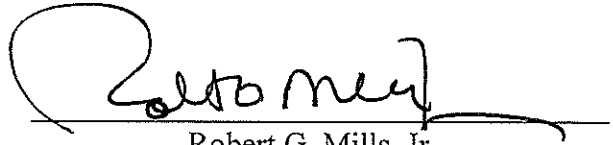
Additionally, Tesoro did not sell or deliver gasoline directly to any of the locations listed below.

- Valley Gas, 2139 South Elm, Fresno, California 93706 (“Valley Gas station”)
- U&A, 2929 North Blackstone, Fresno, California 93704 (“U&A station”)
- Red Triangle, 2809 Chestnut, Fresno, California 93725 (“Red Triangle station”).

4. During the ordinary course of business, Tesoro did not track whether any gasoline containing MTBE it sold to Southern Counties Oil Co., Ltd. d.b.a. Total Energy Products, or Red Triangle Oil Company, as a jobber, was ultimately delivered to the Valley Gas, U&A, or Red Triangle stations because any sales of gasoline containing MTBE by Tesoro for delivery to these stations would have been free on board (FOB), meaning title and possession of the gasoline transferred from Tesoro to the jobber at the gasoline sales terminal. Tesoro provided the jobbers bills of lading at the gasoline sales terminal at the time of its sale of gasoline to them. The bills of lading identified Tesoro as providing the gasoline and the jobber as receiving the gasoline as well as information on the type and quantity of product transferred, but did not identify the location where the jobber delivered the gasoline. Tesoro relinquished control over the gasoline containing MTBE at the time of the sale and did not direct, control nor track where the gasoline was ultimately sold and/or delivered.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and ability.

Executed this 14th day of March, 2013 at Long Beach, Ca.



Robert G. Mills, Jr.